

CERTIFICATION

I, Jonathon Hickey, on behalf of The Arbitrage Fund, hereby certify, as to the claims asserted under the federal securities laws in the Class Action Complaint (the “Complaint”), that:

1. I am the Chief Operating Officer of Water Island Capital, LLC, the investment advisor to The Arbitrage Fund. I have reviewed the Complaint to be filed in this action and have authorized its filing by counsel.

2. The Arbitrage Fund did not acquire any of the securities that are the subject of this action at the direction of its counsel in order to participate in this action or any other litigation under the federal securities laws.

3. The Arbitrage Fund is willing to serve as a Lead Plaintiff in this action and recognizes its duty as such to act on behalf of class members in monitoring and directing the action, and, if necessary, testifying at deposition and trial.

4. The Arbitrage Fund will not accept any payment for serving as a representative party on behalf of the class beyond its *pro rata* share of any recovery, except reasonable costs and expenses, such as lost wages and travel expenses, directly related to the class representation, as ordered or approved by the Court.

5. The Arbitrage Fund has not served or sought to serve as a representative party for a class in any action filed under the federal securities laws within the three-year period prior to the date of this Certification except in *Sayce v. Forescout Technologies, Inc., et al.*, No. 3:20-cv-00076-SI (N. D. Cal. Sept. 28, 2020) and *In re Pattern Energy Group Inc. Securities Litigation*, No. 20-cv-275 (MN) (JLH) (D. Del. Mar. 6, 2020).

6. The Arbitrage Fund’s transactions during the relevant period in First Horizon Corporation securities that are the subject of this action are reflected in Schedule A hereto.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 18 day of May 2023



The Arbitrage Fund
By: Jonathon Hickey
Chief Operating Officer of Water Island
Capital, LLC, investment advisor to The
Arbitrage Fund

Schedule A
The Arbitrage Fund
Transactions February 28, 2022 - May 3, 2023

Security	Transaction Type	Trade Date	Price	Shares	Total
FHN US Common Stock	Purchase	2/28/2022	\$ 24.2425	68,110	\$ 1,651,156.68
FHN US Common Stock	Purchase	2/28/2022	\$ 24.2400	68,110	\$ 1,650,986.40
FHN US Common Stock	Purchase	2/28/2022	\$ 23.5947	183,217	\$ 4,322,950.15
FHN US Common Stock	Purchase	2/28/2022	\$ 24.2411	68,110	\$ 1,651,061.33
FHN US Common Stock	Purchase	2/28/2022	\$ 24.2725	68,110	\$ 1,653,199.98
FHN US Common Stock	Purchase	2/28/2022	\$ 23.5922	204,332	\$ 4,820,641.41
FHN US Common Stock	Purchase	2/28/2022	\$ 23.5738	192,074	\$ 4,527,914.06
FHN US Common Stock	Purchase	3/1/2022	\$ 23.5168	65,943	\$ 1,550,768.34
FHN US Common Stock	Purchase	3/3/2022	\$ 23.8269	71,819	\$ 1,711,224.13
FHN US Common Stock	Purchase	3/8/2022	\$ 23.5054	170,514	\$ 4,007,999.78
FHN US Common Stock	Purchase	3/15/2022	\$ 23.1331	32,575	\$ 753,560.73
FHN US Common Stock	Purchase	3/16/2022	\$ 22.9240	34,621	\$ 793,651.80
FHN US Common Stock	Purchase	3/25/2022	\$ 23.3423	176,090	\$ 4,110,345.61
FHN US Common Stock	Purchase	4/22/2022	\$ 22.9019	35,768	\$ 819,155.16
FHN US Common Stock	Purchase	4/28/2022	\$ 22.7577	35,515	\$ 808,239.71
FHN US Common Stock	Purchase	4/29/2022	\$ 22.4417	36,391	\$ 816,675.90
FHN US Common Stock	Purchase	5/3/2022	\$ 22.2091	35,037	\$ 778,140.23
FHN US Common Stock	Purchase	5/5/2022	\$ 22.0199	32,779	\$ 721,790.30
FHN US Common Stock	Purchase	5/9/2022	\$ 22.1173	36,098	\$ 798,390.30
FHN US Common Stock	Purchase	6/13/2022	\$ 21.6358	35,863	\$ 775,924.70
FHN US Common Stock	Purchase	8/18/2022	\$ 23.0617	68,584	\$ 1,581,663.63
FHN US Common Stock	Purchase	9/23/2022	\$ 23.5173	32,153	\$ 756,151.75
FHN US Common Stock	Purchase	3/1/2023	\$ 20.7722	54,825	\$ 1,138,835.87
FHN US Common Stock	Purchase	3/1/2023	\$ 21.7866	24,649	\$ 537,017.90
FHN US Common Stock	Purchase	3/2/2023	\$ 21.8290	17,701	\$ 386,395.12
FHN US Common Stock	Purchase	3/2/2023	\$ 21.8550	23,827	\$ 520,739.09
FHN US Common Stock	Purchase	3/3/2023	\$ 21.4230	25,494	\$ 546,157.96
FHN US Common Stock	Purchase	3/6/2023	\$ 21.2304	20,580	\$ 436,921.63
FHN US Common Stock	Purchase	3/10/2023	\$ 19.8279	13,930	\$ 276,202.65
FHN US Common Stock	Purchase	3/13/2023	\$ 16.8755	35,178	\$ 593,646.34
FHN US Common Stock	Purchase	3/16/2023	\$ 15.3039	22,916	\$ 350,704.17
FHN US 05/19/23 P12	Sale	4/28/2023	\$ 0.0018	3,898	\$ 697.94
FHN US 05/19/23 P14	Purchase	3/31/2023	\$ 0.6669	1,048	\$ 69,890.12
FHN US 05/19/23 P14	Purchase	4/3/2023	\$ 0.7156	971	\$ 69,483.84
FHN US 05/19/23 P14	Purchase	4/4/2023	\$ 0.7618	470	\$ 35,804.15
FHN US 05/19/23 P14	Purchase	4/5/2023	\$ 0.7618	4	\$ 304.72
FHN US 05/19/23 P14	Purchase	4/6/2023	\$ 0.7618	13	\$ 990.33
FHN US 05/19/23 P14	Purchase	4/10/2023	\$ 0.7618	59	\$ 4,494.56
FHN US 05/19/23 P14	Purchase	4/11/2023	\$ 0.7568	1,472	\$ 111,399.56
FHN US 05/19/23 P14	Purchase	4/12/2023	\$ 0.7612	2,019	\$ 153,684.36
FHN US 05/19/23 P16	Purchase	4/28/2023	\$ 0.8218	3,898	\$ 320,333.94